



ENTERED  
01/11/2017

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>IN RE:</b>  <b>STONE ENERGY CORPORATION, <i>et al.</i>,<sup>1</sup></b>  <b>Debtors.</b>	§ § § § §	<b>Chapter 11</b>  <b>CASE NO. 16-36390 (MI)</b> <b>Jointly Administered</b>
---	-----------------------	---

**FINAL ORDER ESTABLISHING CERTAIN NOTICE AND HEARING PROCEDURES  
FOR TRANSFERS OF CERTAIN EQUITY INTERESTS  
OF STONE ENERGY CORPORATION *NUNC PRO TUNC* TO THE PETITION DATE**  
[This Order Relates to the Motion at ECF No. 13]

Upon the Motion<sup>2</sup> of the Debtors for an order establishing certain notice and hearing procedures that must be satisfied before certain shareholders may make transfers of equity interests in Stone Energy Corporation ("Stone"); and the Court having reviewed the Motion and the Beer Declaration; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334(b); and it appearing that the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and the Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that venue of this proceeding and the Motion in this district is allowed pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is

---

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: Stone Energy Corporation (5413); Stone Energy Holding, L.L.C. (3151); and Stone Energy Offshore, L.L.C. (8062). The above-captioned Debtors' mailing address is 625 E. Kaliste Saloom Road, Lafayette, Louisiana 70508.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The purchase, sale, or other transfer of Stone equity interests in violation of the procedures set forth in the Court's *Interim Order Establishing Certain Notice and Hearing Procedures for Transfers of Certain Equity Interests of Stone Energy Corporation Nunc Pro Tunc to the Petition Date*, entered on December 16, 2016 (the "Interim Order") shall be null and void *ab initio* as an act in violation of the automatic stay under Bankruptcy Code Sections 362 and 105(a).

2. The restrictions and procedures set forth in the Interim Order remain and shall remain in full force and effect on a final basis.

3. The Debtors may waive, in writing and in their sole and absolute discretion, any and all restrictions, stays, and notification procedures contained in this Final Order, including those set forth in the Interim Order.

4. The requirements set forth in this Final Order are in addition to the requirements of Bankruptcy Rules 3001 and 3002 and all applicable securities, corporate, and other laws, and do not waive compliance or excuse non-compliance therewith.

5. The terms and conditions of this Final Order shall be immediately effective and enforceable upon entry hereof.

6. The Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Final Order.

Dated: 1-9, 2017  
Houston, Texas

  
MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE